

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

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ANDREW MCINTOSH, Individually and On	:
Behalf of All Others Similarly Situated,	:
	:
Plaintiffs,	:
	:
vs.	:
	:
VEECO INSTRUMENTS, INC., EDWARD	:
BRAUN, and JOHN REIN, JR.,	:
	:
Defendants.	:
-----X	
[Additional Captions Set Forth Below]	

**PROPOSED ORDER GRANTING THE MOTION OF THE
CAPITANIO GROUP FOR CONSOLIDATION, APPOINTMENT AS
LEAD PLAINTIFF AND APPROVAL OF SELECTION OF LEAD COUNSEL**

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BARRY LINZER, on behalf of himself and all	:	
others similarly situated,	:	05 CV 957 (DRH)
	:	
Plaintiffs,	:	
	:	
vs.	:	
	:	
VEECO INSTRUMENTS, INC., EDWARD	:	
BRAUN, and JOHN REIN, JR.,	:	
	:	
Defendants.	:	
-----X		
BRUCE KANTOR, On Behalf of Himself and	:	
All Others Similarly Situated,	:	05 CV 967 (LDW)
	:	
Plaintiffs,	:	
	:	
vs.	:	
	:	
VEECO INSTRUMENTS, INC., EDWARD	:	
BRAUN, and JOHN REIN, JR.,	:	
	:	
Defendants.	:	
-----X		
GEORGE F. WALKER, Individually And On	:	
Behalf Of All Others Similarly Situated,	:	05 CV 1003 (JS)
	:	
Plaintiffs,	:	
	:	
vs.	:	
	:	
VEECO INSTRUMENTS, INC., EDWARD	:	
BRAUN, and JOHN REIN, JR.,	:	
	:	
Defendants.	:	
-----X		

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PHILIP G. COLLINS, on behalf of himself and
all others similarly situated, :

05 CV 1277 (LDW)

Plaintiffs,

vs.

VEECO INSTRUMENTS, INC., EDWARD
BRAUN, and JOHN REIN, JR.,

Defendants.

-----X
SERVAAS HOLTHUIZEN, individually and on
behalf of all others similarly situated,

05 CV 1337 (LDW)

Plaintiffs,

vs.

VEECO INSTRUMENTS, INC., EDWARD
BRAUN, and JOHN REIN, JR.,

Defendants.

-----X
GERALD J. VOGT AND ELEANOR L. VOGT,
On Behalf Of Themselves and All Others
Similarly Situated,

05 CV 1430 (LDW)

Plaintiffs,

vs.

VEECO INSTRUMENTS, INC., EDWARD
BRAUN, and JOHN REIN, JR.,

Defendants.

-----X
TIMOTHY JOE GROVE, On Behalf of Himself :

and All Others Similarly Situated,	:	05 CV 1552 (LDW)
	:	
Plaintiffs,	:	
	:	
vs.	:	
	:	
VEECO INSTRUMENTS, INC., EDWARD	:	
BRAUN, and JOHN REIN, JR.,	:	
	:	
Defendants.	:	
-----	:	X

Having considered the motion of Movants for consolidation, appointment as Lead Plaintiff, and approval of selection of Lead Counsel, and the memorandum of law and declaration of Aaron L. Brody in support thereof, and good cause appearing therefor:

CONSOLIDATION

1. The above captioned actions are hereby consolidated into one action (hereinafter, the "Consolidated Action") for all purposes, pursuant to Federal Rules of Civil Procedure 42. This Order (the "Order") shall apply as specified to the Consolidated Action and to each case that relates to the same subject matter that is subsequently filed in this Court or transferred to this Court and is consolidated with the Consolidated Action.

MASTER DOCKET AND MASTER FILES

2. A Master File is hereby established for this proceeding. The Master File shall be 05 CV 1430 (LDW). The Clerk shall file all pleadings in the Master File and note such filings on the Master Docket.

3. An original of this Order shall be filed by the Clerk in the Master File.

4. The Clerk shall mail a copy of this Order to counsel of record in the Consolidated Action.

CAPTION OF THE CASE

5. Every pleading filed in the Consolidated Action shall have the following caption:

-----X	
IN RE VEECO INSTRUMENTS, INC.	:
SECURITIES LITIGATION	:
-----X	05 CV 889 (LDW)

NEWLY-FILED OR TRANSFERRED ACTIONS

6. This Court requests the assistance of counsel in calling to the attention of the Clerk of this Court the filing or transfer of any case that might properly be consolidated as part of the Consolidated Action.

7. When a case that arises out of the same subject matter of the Consolidated Action is hereinafter filed in this Court or transferred from another Court, the Clerk of this Court shall:

- a. File a copy of this Order in the separate file for such action;
- b. Mail a copy of this Order to the attorneys for the plaintiff(s) in the newly-filed or transferred case and to any new defendant(s) in the newly-filed or transferred case; and
- c. Make the appropriate entry in the Master Docket for the Consolidated Action.

8. Each new case that arises out of the subject matter of the Consolidated Action which is filed in this Court or transferred to this Court, shall be consolidated with the Consolidated Action and this Order shall apply thereto, unless a party objects to consolidation, as provided for herein, or any provision of this Order, within ten (10) days after the date upon which a copy of this Order is served on counsel for such party, by filing an application for relief and this Court deems it appropriate to grant such application. Nothing in the foregoing shall be construed as a waiver of the defendants' right to object to consolidation of any subsequently-filed or transferred related action.

APPOINTMENT OF LEAD PLAINTIFF AND LEAD COUNSEL

9. The following movants and class members are appointed as lead pursuant to Section 21D (a)(3)(B) of the Securities Exchange Act of 1934 ("Exchange Act"): Steven Capitanio, R. M. DeVane, Gerald and Eleanor Vogt, Robert E. Anderson, Bill McCurtain,

Marcus McPhail and Julie and Russell Jensen.

10. The law firm of Stull, Stull & Brody is hereby appointed as Lead Counsel.

11. With the approval of the Court, Lead Counsel shall assume and exercise the following powers and responsibilities:

- a. To coordinate the briefing and argument of motions;
- b. To coordinate the conduct of written discovery proceedings;
- c. To coordinate the examination of witnesses in depositions;
- d. To coordinate the selection of counsel to act as spokesperson at pre-trial conferences;
- e. To call meetings of the plaintiffs' counsel as they deem necessary and appropriate from time to time;
- f. To conduct all settlement negotiations with counsel for the defendants;
- g. To coordinate and direct the preparation for trial, and the trial of this matter and to delegate work responsibilities to selected counsel as may be required;
- h. To receive orders, notices, correspondence and telephone calls from the Court on behalf of all plaintiffs, and to transmit copies of such telephone calls to plaintiffs' counsel; and
- i. To supervise any other matters concerning the prosecution or resolution of the Consolidated action.

12. With respect to scheduling and/or procedural matters, defendants' counsel may rely upon all agreements with Lead Counsel.

13. No pleadings or other papers shall be filed or discovery conducted by any plaintiff except as directed or undertaken by Lead Counsel.

14. Counsel in any related action that is consolidated with the Consolidated Action shall be bound by this organizational structure of plaintiffs' counsel.

SERVICE OF PLEADINGS AND OTHER PARTIES

15. Service by the defendants on plaintiffs of any papers shall be deemed to be complete for all purposes when a copy is served on Lead Counsel.

SO ORDERED THIS _____th day of _____, 2005:

U.S.D.J.